

EXHIBIT 14

1 UNITED STATES BANKRUPTCY COURT
2 SOUTHERN DISTRICT OF NEW YORK

3 - - - - - x

4 In the Matter of:

5 Chapter 11

6 MOTORS LIQUIDATION COMPANY, Case No.: 09-50026 (REG)
7 et al, f/k/a General Motors (Jointly Administered)
8 Corp., et al.,

9

10 Debtors.

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12 STEVEN GROMAN, ROBIN DELUCO,
13 ELIZABETH Y. GRUMET, ABC
14 FLOORING, INC., MARCUS

15 SULLIVAN, KATELYN SAXSON, Adv. Pro. No.:

16 AMY C. CLINTON, AND ALLISON 14-01929 (REG)

17 C. CLINTON, on behalf of
18 themselves, and all other
19 similarly situated,

20 Plaintiffs,

21 v.

22 GENERAL MOTORS LLC,

23 Defendant.

24 - - - - - x

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1 U.S. Bankruptcy Court
2 One Boling Green
3 New York, New York
4

5 May 2, 2014

6 9:46 AM
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9 B E F O R E :

10 HON ROBERT E. GERBER

11 U.S. BANKRUPTCY JUDGE
12
13

14 Hearing re: Status Conference
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25 Transcribed by: Dawn South and Sheila Orms

1 A P P E A R A N C E S :

2 KING & SPALDING LLP

3 Attorneys for General Motors LLC

4 1185 Avenue of the Americas

5 New York, NY 10036-4003

6

7 BY: ARTHUR J. STEINBERG, ESQ.

8 SCOTT DAVIDSON, ESQ.

9

10 KIRKLAND & ELLIS

11 Attorney for New GM

12 300 North LaSalle

13 Chicago, IL 60654

14

15 BY: RICHARD C. GODFREY, P.C., ESQ.

16

17 GOLENBOCK EISEMAN ASSOR BELL & PESKOE LLP

18 Attorneys for the Plaintiffs

19 437 Madison Avenue

20 New York, NY 10022

21

22 BY: JONATHAN FLAXER, ESQ.

23 S. PRESTON RICARDO, ESQ.

24

25

1 GIBSON, DUNN & CRUTCHER LLP

2 Attorney for Motors Liquidation GUC Trust

3 200 Park Avenue

4 New York, NY 10166-0193

5

6 BY: KEITH R. MARTORANA, ESQ.

7

8 ROBINSON CALCAGNIE ROBINSON SHAPIRO DAVIS, INC.

9 Attorney for Ratzlaff, et al.

10 19 Corporate Plaza Drive

11 Newport Beach, CA 92660

12

13 BY: MARK P. ROBINSON, JR., ESQ.

14

15 GOODWIN ROCTER LLP

16 Attorneys for the South Texas Plaintiffs

17 The New York Times Building

18 620 Eighth Avenue

19 New York, NY 10018

20

21 BY: WILLIAM P. WEINTRAUB, ESQ.

22 EAMONN O'HAGAN, ESQ.

23

24

25

1 BROWN RUDNICK LLP

2 Attorneys for Ratzlaff, et al.

3 Seven Times Square

4 New York, NY 10036

5
6 BY: EDWARD WEISFELNER, ESQ.

7 DAVID J. MOLTON, ESQ.

8 HOWARD STEEL, ESQ.

9
10 AKIN GUMP STRAUSS HAUER & FELD LLP

11 Attorneys for Holders of Units in the GUC Trust

12 One Bryant Park

13 New York, NY 10036-6745

14
15 BY: NAOMI MOSS, ESQ.

16 DANIEL GOLDEN, ESQ.

17
18 OTTERBOURG

19 230 Park Avenue

20 New York, NY 10169

21
22 BY: DAVID M. POSNER, ESQ.

1 LOWENSTEIN SANDLER LLP

2 Attorney for Plaintiffs Darby and Jones

3 65 Livingston Avenue

4 Roseland, NJ 07068

5

6 BY: JOHN K. SHERWOOD, ESQ.

7

8 LOWENSTEIN SANDLER LLP

9 Attorney for Plaintiffs Darby and Jones

10 1251 Avenue of the Americas

11 New York, NY 10020

12

13 BY: MICHAEL S. ETKIN, ESQ.

14

15 UNITED STATES DEPARTMENT OF JUSTICE

16 Attorney for the U.S. Trustee

17 U.S. Federal Office Building

18 201 Varick Street

19 Suite 1006

20 New York, NY 10014

21

22 BY: BRIAN MASUMOTO, ESQ.

23

24

25

1 CAPLIN & DRYSDALE, CHARTERED

2 One Thomas Circle, NW

3 Suite 1100

4 Washington, DC 20005

5

6 BY: PETER VAN N. LOCKWOOD, ESQ.

7

8 CAPLIN & DRYSDALE, CHARTERED

9 600 Lexington Avenue

10 21st Floor

11 New York, NY 10022-7619

12

13 BY: ELIHU INSELBUCH, ESQ.

14

15 STUZMAN, BROMBERG, ESSERMAN & PLIFKA

16 2323 Bryan Street

17 Suite 2200

18 Dallas, TX 75201-2689

19

20 BY: SANDER L. ESSERMAN, ESQ.

21

22

23

24

25

1 KELLEY DRYE & WARREN LLP

2 101 Park Avenue

3 New York, NY 10178

4

5 BY: BENJAMIN D. FEDER, ESQ.

6

7 PACHULSKI STANG ZIEHL & JONES

8 Attorney for Plaintiffs

9 780 Third Avenue

10 36th Floor

11 New York, NY 10017-2024

12

13 BY: MARIA A. BOVE, ESQ.

14

15 BECNEL LAW FIRM, LLC

16 Attorney for Jomaka Coleman, et al.

17 425 West Airline Highway

18 Suite B

19 Laplace, LA 70068

20

21 BY: DANIEL BECNEL, JR., ESQ. (TELEPHONIC)

22

23

24

25

1 the things like selection of lead counsel, the things that
2 we can agree are purely administrative, and we should defer
3 consideration of the amended complaint issue until the next
4 status conference.

5 THE COURT: But matters of the character that the
6 MDL could appropriately determine in your view could include
7 whether the pretrial proceedings take place in say
8 California on the one hand or New York on the other?

9 MR. STEINBERG: For the MDL I think the MDL should
10 be able to select which forum is going to go forward on
11 generally the MDL action to the extent that the MDL action
12 will ever go forward.

13 THE COURT: Okay. Continue, please.

14 MR. STEINBERG: The -- Your Honor, with regard to
15 the -- your tentative ruling on the stipulated record and
16 that we don't do admissions, that is essentially what we
17 have been trying to urge on the plaintiffs.

18 One of the issues was that we had discussions
19 separately with one group versus another group and they had
20 differing views on certain issues. And even with the group
21 that had a larger issue what we were getting to some extent
22 was the lowest common denominator. When you have 15 people
23 having suggestions sometimes you get 15 suggestions because
24 no one really wants to whittle it down and they leave it up
25 to us to do it.

1 We urge to do a stipulated record under the theory
2 that it's too early to do admissions, it is a -- really just
3 a cost shifting issue as Your Honor had identified, and it
4 leads to a dialogue. If they -- if they propose that they
5 want us to agree to something instead of me answering as I
6 would answer an admission I'd be sitting there saying I
7 can't do that but I can do something different and then we
8 would have an iterative dialogue to be able to try to
9 present what the issues are and then I wouldn't have to try
10 to do the reflexive issue, which is that if you want
11 admissions then maybe I have admissions that I want to ask
12 of you. Did you know of the bankruptcy proceeding? Did you
13 know of a problem with your car? Those things and try to
14 identify those issues, which may be relevant to certain of
15 the issues whether it's -- that they may tangentially relate
16 to the fraud on the Court issue, which may be off the table
17 now, but -- so I said stay with the stipulation and if we
18 can't agree to it we'll have a status conference in June and
19 we'll tell the judge this is as far as we could get and we
20 couldn't get all the way there, and if we couldn't agree on
21 everything then you could propose what kind of limited
22 discovery you think you need to conclude those facts that
23 are necessary to determine the purely legal issue. We'll be
24 able to evaluate it. And then if we can't agree with that
25 we'd be before Your Honor on something specific and

1 concrete.

2 And the problem that we were having between now
3 and May 2nd is that there was a lot of general propositions
4 that were asserted and many times the devil is in the
5 detail, and you need to know when someone says it's purely
6 administrative it's not substantive you really need to know
7 what they are talking about. When people say we can agree
8 to some facts and it's not going to be big, it's going to be
9 narrowly tailored you need to know what someone means when
10 they say narrowly tailored, because when actually try to pin
11 it down it becomes a lot more difficult.

12 So what we were proposing -- and I think there was
13 a lot of receptivity on it from the other side -- was a walk
14 and then run, which is give us a chance to try to do an
15 exchange and we'll see how good we are, and give us a chance
16 if we can't fill in all the gaps to how to complete the
17 discovery and we'll see how good we are, and if we can't do
18 it then I know that you're going to bridge the gap for us
19 and then we'll both live with whatever Your Honor rules.
20 And we're only looking to defer that consideration where we
21 otherwise couldn't agree for like a six or seven-week
22 period.

23 And the reason why we think that time period going
24 a little longer versus shorter is better -- and I think Your
25 Honor eluded to that as one of your tentative rulings that

1 sometimes things take a little longer and these serious
2 issues -- is that until we know how they've organized -- and
3 it's really their job to organize, but it's our burden to
4 make sure that we're dealing with 2 groups of people,
5 4 groups of people, or 20 groups of people, because it
6 becomes harder to figure out briefing schedules, potential
7 discovery, stipulation of facts if we don't know who the
8 people are that we're dealing with you may need to have a
9 little more time until they get better organized to be able
10 to do that. That's why we actually suggest in our agenda
11 letter is just tell us if you formed a group. That has the
12 salutary effect of at least we know who we're dealing with
13 and Your Honor will know whether they actually formed the
14 group, and those who decide they want to be outliers well
15 then they will have to stand up and tell Your Honor why they
16 need to be an outlier and the liaison groups couldn't
17 properly be formed.

18 But that's all we were trying to say on that
19 issue, which is give them an opportunity to get themselves
20 organized and let us know how successful you were, and where
21 you were not fully successful just let us know because we --
22 we on our side of the table procedurally have to deal if
23 they're not fully organized and then ultimately Your Honor
24 will have that same issue about how things are being
25 presented to Your Honor.

1 With regard to -- so that's why we thought we
2 needed a little more time. And by the way, the dates that
3 we selected in our letter were given to us by one of the
4 plaintiff groups, and the other plaintiff group actually
5 said, while they shortened our dates, they also said in
6 their letter that they're flexible about the dates. So I
7 don't think ultimately at the end of the day we're going to
8 disagree about dates, about when we're going to be here.

9 I think the general proposition is that between
10 now and some time in mid to late June when we'll have
11 another status conference we're going to try to accomplish a
12 stipulated record for briefing the threshold issues and to
13 see whether there's any discovery that is it warranted or
14 not with regard to that stipulated record.

15 And I would suggest also, and this is off my
16 agenda letter, but picking off on the tentative ruling,
17 trying to identify during that period of time the other
18 issues which are not threshold issues, the other bankruptcy-
19 related issues that we'd ask Your Honor to consider, and
20 we'd be doing all of that presentation at the next status
21 conference. And at that next status conference, to the
22 extent that the defendants are not fully organized, that we
23 would try to -- and it wouldn't be me, but it would be Your
24 Honor and the plaintiffs -- try to figure out how they can,
25 you know, get to the end to themselves more fully organized.

1 The tentative that you had about the GUC Trust,
2 late-filed claims, excusable neglect, we actually think that
3 this is an issue that should be dealt with. It is not our
4 issue, but to the extent that they've raised or some of them
5 have raised a procedural due process issue relating to the
6 bar order, which was after the sale order had taken place
7 and they're saying that they don't have a remedy -- an
8 effective remedy against Old GM, well there is a GUC Trust,
9 there are a number of -- there's a number of values still
10 left in the GUC Trust. Whether they actually are a
11 creditor, where they actually have excusable neglect I'm not
12 trying to prejudge it, but we were urging that they
13 shouldn't just assume that there was nothing there when
14 there is potentially something there and they should be able
15 to and should be almost in fact required to at least explore
16 that as an alternative to try to get a recovery, if they're
17 entitled to a recovery. I wasn't trying to say that they
18 were or not.

19 As far as the suggestion of mediation, it is
20 always hard to say that you're against mediation. The only
21 thing that I would say, Your Honor, is that New GM has hired
22 Ken Feinberg, who is a very well known person who tries to
23 figure out how to deal with circumstances and to how to
24 adjust situations on a non-legal base, but to try to
25 negotiate a resolution.

1 MR. MARTORANA: Your Honor, I stand because you
2 had suggested at the outset of this hearing the possibility
3 that issues related to the GUC Trust and claims against the
4 GUC Trust might be better addressed as a threshold issue to
5 start.

6 Based upon what I'm hearing today, it sounds like
7 there's a consensus among the parties here at least, that
8 this is something that should not be addressed as a
9 threshold issue.

10 THE COURT: Well, that depends on who you're
11 including within that consensus, Mr. Martorana.

12 MR. MARTORANA: I meant just these parties over
13 here. Don't -- you would like to have it addressed to the
14 threshold issue?

15 UNIDENTIFIED: I'll address it later.

16 MR. MARTORANA: Okay. All right. Then I guess
17 there is no consensus on that, but I will tell you that from
18 our perspective, we believe that it should not be addressed
19 as a threshold issue.

20 We do believe that first off it will require at
21 least some discovery, probably substantial discovery. We
22 also believe, you know, particularly because as it relates
23 to issues of excusable neglect, which are fact sensitive.

24 We also believe that it's not dispositive of -- as
25 Mr. Weisfelner said the -- you know, the fundamental issue

1 here which is whether or not claims can be asserted against
2 New GM.

3 Moving off it being a threshold issue, we also
4 don't believe that this is an issue frankly that needs to be
5 addressed at any point during this hearing -- during this
6 proceeding.

7 No claimants, none of the plaintiffs, no claimants
8 or potential claimants had raised this as a possibility. No
9 one has filed a motion to lift the bar date. The only
10 person that has raised it has been New GM, based upon, you
11 know, some statements of fact in some pleadings. But the
12 only person that has actually moved forward with it is New
13 GM, and frankly, you know, it's our view that this is
14 essentially a way to deflect liability away, and you know,
15 the attention away from New GM and put it on to a third
16 party.

17 To the extent that Your Honor is inclined to rule
18 against us and have it either be dealt with as a threshold
19 issue or as a -- I guess, a subsequent issue, we would
20 request to participate in any of the discovery that does
21 transpire. And then to the extent that there are any claims
22 against New GM to be resolved, we would also ask to
23 participate in any mediation.

24 THE COURT: Okay. Thank you.

25 MR. FLAXER: Thank you.